OPERATIONS MANUAL
REVISION 4 (APPLICABLE FROM May 01, 2020)

CoreNet Global
Central Europe Chapter

1. The Central Europe Chapter

1.1 Mission Statement

CoreNet Global's mission is to advance the practice of corporate real estate through professional development opportunities, publications, research, conferences, and chapters and networking groups.

1.2 Who We Are

CoreNet Global is a non-profit association, headquartered in Atlanta, Georgia (US), representing more than **11,000** executives in **50 countries** with strategic responsibility for the real estate assets of large corporations. The organization's mission is to advance the practice of **corporate real estate** through professional development opportunities, publications, research, conferences, designations and networking in 46 local chapters and networking groups globally.

1.3 Who Are Our Members

End Users are corporate occupiers and corporate tenants forming the industry's demand side. The end user membership base is diverse and spans industries including high-tech, financial services, manufacturing, pharmaceutical, telecommunications, healthcare, insurance and oil and gas.

Service Providers are strategic partners and outsourced service partners forming the industry's supply side. Virtually all corporate real estate departments partner with external service provider companies to deliver services needed to acquire, maintain and dispose of real estate. These services include but are not limited to brokerage, site selection, architecture and interior design, lease administration, facilities management, and technology platforms. One of the long-term trends in the CRE profession is toward leaner, smaller internal CRE teams focused primarily on strategy and client relationship management, with growing dependence on external service provider companies for tactical delivery and execution. Those external service providers are also members of the association.

Economic Developer - Also known as community development, as well as local, state or regional economic development corporations (EDC's), also on the CRE industry's supply side. EDC's connect to CoreNet Global mainly from the standpoint that economic development and location strategies are an important part of the corporate end-user focus. EDC involvement includes government agencies, Chambers of Commerce, public-private partnerships (PPP's), universities, and many other interests.

Young Leaders may be corporate end users, service providers or economic developers. Young Leaders are CoreNet Global members who are 35 years of age or younger. Many have already attained executive leadership positions within their companies or organizations.

Academic Members are educators who spend not less than eighty (80) percent of their time researching or teaching in the field of real estate, corporate real estate or real estate related education.

Student Members are full-time or active degree candidates in real estate or related fields

Journalist Members are full-time journalists working for a publication company.

Retired Members - Available for former active members only

1.4   The Central Europe Chapter

The regional coverage of CoreNet Global Inc. for the countries Austria, Czech Republic, Germany, Hungary, Liechtenstein, Poland, Slovakia, Slovenia and Switzerland is provided through a chapter ("Central Europe Chapter"). The Central Europe Chapter operates on the basis of the Memorandum of Understanding between the Central Europe Chapter and CoreNet Global Inc. from October 15, 2011.

2. Chapter Leadership

2.1 Board Structure

The leadership of the Central Europe Chapter ("Chapter Board") shall consist of at least the following 4members being responsible for specific parts of the Chapter's operation.

- President (Chair)
- President-Elect (Chair-Elect) / Past President (Past Chair)
- Vice President Treasury & Chapter Operations
- Vice President Young Leaders

In accordance with the bylaws of CoreNet Global Inc. ("Bylaws"), the following rules shall apply:

- President (Chair) serving a two-year term
- President-Elect (Chair-Elect) serving a one-year term
- Past President (Past Chair) serving a one-year term

- Vice President Treasury & Chapter Operations serving a ~~two~~-year term
- Vice President Young Leaders serving a ~~two~~-year term

- All board members have a right of term extension of one year.
- The Past President's (Past Chair's) one-year term should coincide with the new President's (Chair's) first year term; The President-Elect's (Chair-Elect's) one-year term should coincide with the last year of the President's (Chair's).
- The Chapter Board shall consist of at least 4 but no more than 15 members with at least 50% End Users.
- Except for the President (Chair), President-Elect (Chair-Elect) and Past-President (Past Chair), all regular board terms shall be two years. Board terms should be staggered so that no more than half of the board members expire each year.
- The board member must be elected by the membership one term at a time. A Board Member must sit out one full two-year term before becoming eligible to serve again.
- No two board members may be employed by the same company.
- Board members may not serve on the Chapter Board of any competing trade or professional society, association or membership organization.
- There should be an open call for board nominations annually to all members of the chapter in good standing. A Board Nominating Committee should vet the candidates and put forward a slate to the full Board. The slate should be approved by the Board and put forth to the full membership for a vote.
- If a vacancy occurs due to resignation, removal, disqualification or death, the Board may nominate and elect a replacement to fulfill the remainder of the term.
- A board member may be removed by two-thirds majority of the number of board members. A board member may be removed for failure to attend two consecutive "face-to-face" Chapter Board meetings.

2.2 Early Cessation of Term

In case a board member is seeking a voluntary early cessation his term, he shall provide the President (Chair) a formal resignation notification and the reason for his resignation. The Chapter Board shall thereon consult and approve the resignation.

In case a member of the Chapter Board is in breach with the Bylaws of CoreNet Global Inc. or the Board Etiquette (see Section 2.3), the Chapter Board can, on a vote of 2/3 of the board, remove the respective board member from the Chapter Board, subject to the extent of the accusation.

In case of resignation of the President during the term of the Chapter Board, the Chapter Board will by majority vote elect one of the Vice Presidents as President.

In case of resignation of a Vice President during the term of the Chapter Board, the Chapter Board will by majority vote elect one of the Chapter's active members for the vacant position.

In case there are several resignations within the Chapter Board prior the end of the term that substantially restrict the operation of the Chapter Board, the remaining members of the Chapter Board shall initiate the selection process for a new Chapter Board in accordance with Section 4.

2.3 Chapter Board's Etiquette Statement

As CoreNet Global Central Europe Chapter professionals, we believe it is our duty to improve the value of our service to the organization using a thoughtful process that satisfies all members. As individuals, we are committed to the betterment of CoreNet Global and its chapter in Central Europe.

In being a member of the Chapter Board to the Central Europe Chapter, there are certain responsibilities and actions required. To help understand the level of commitment required as a member of our Chapter Board, we have developed the elements of **Board Etiquette** that are outlined below.

- When serving on the Board for the Chapter, it is a prime responsibility for a Board Member to lead a committee, organize a Chapter event or develop specific area for the Chapter. This responsibility extends to the development of future Board Members who will participate in these Chapter functions.

- It is expected that our professional goal is to concentrate on our Chapter's objectives and achieve them within the framework of the highest professional and ethical standards.

- We see the value of each other's knowledge and support in completing the work of the Chapter. For this reason, it is expected that we will attend all Board Meetings, Chapter Functions and the Global Summit being held on the European continent during our term on the Board.

  We also recognize that each of us volunteers our time and there will be instances when we must miss these important events due to business and personal conflicts. When making a commitment to serve on the Board, a member shall have the clear intention to attend (in line with explanation of Section 7 to this Chapter Charter)
  - *all Board Meetings,* *being held face-to-face twice per year (Strategic Retreat and Planning Retreat);*
  - *75% of all Board Meetings,* *being held as a telephone conference bi-weekly; and*
  - *strive to attend at least one of all other planned Chapter Activities (e.g. subregional platform event) per year.*

  It is also expected that each Board Member will attend at least every two years **the Global Summit being held at the European continent**

- It is expected that during ones tenure on the Board, each member will "mentor" new Chapter members. This mentoring process is intended to make the new member feel welcome and encourage their participation in all CORENET GLOBAL activities.

- Although we are professionals and take theses duties seriously, it is anticipated that this should be a rewarding experience for each Board Member. Just as we work hard at the business of the chapter, it should be noted that we have fun, too.

3. Special Interest Groups, Communities, Platforms and Initiatives

The organizational setup of CoreNet Global consists of chapters, knowledge communities and special interest groups. Whilst chapters have a clear focus on a specific regional boundary (e. g. countries), members have also the opportunity to get involved in professional communities that provide global collaboration and engagement opportunities globally. Furthermore, CoreNet

Global operates also so-called Special Interest Groups (SIG) and so-called Knowledge Communities (KC). SIGs and KCs are a type of component and are forums for members to convene over a topic of interest that is not related to their industry. They are usually demographic in nature, and they are a great place for networking and best practices sharing.

Concurrently, the following KCs and SIGs are existent within CoreNet Global's organization:

Communities

- Strategic Facilities Management Community
- Manufacturing & Industrial Community
- Sustainability Community
- Strategy & Portfolio Planning Community
- Workplace Community

In recognition of the wide range of industries, the decentralized structure and the numerous economic hubs within the countries covered by Central Europe Chapter, the chapter establishes platforms or initiatives serving specific subregions, stakeholders, initiatives or chapter activities as they are deemed supportive for the chapter operation or a value-add for the chapter's membership.

The Chapter Board decides by majority vote on establishment or cessation of such platforms or committees. In order to ensure alignment and close liaison between the Chapter Board and the Central Europe Chapter's platforms and initiatives, a representative of the 'executive management committee' leading the respective platform or initiative shall participate at Chapter Board's meetings.

The organizational setup of our Chapter consists of special knowledge communities, special interest groups and platforms for our region:

Knowledge Communities, such as

- Innovation Community

- Education Community

- Workplace Community

Special Interest Groups:

- Young Leaders

Regional Communities:

- Platform South Germany

- Platform North Germany

- Platform Rhine-Main-Neckar

- Platform Austria

- Platform Switzerland

4. Selection Process

4.1 Nomination Committee

The process for selection and succession of members for the Chapter Board shall be steered by a separate committee within the Central Europe Chapter ("Nomination Committee"). The Nomination Committee shall consist of 4 members being

- At least 2 active members of the Central Europe Chapter
- At least 2 active Chapter Board members of the Central Europe

Chapter

All members of the Nomination Committee shall have equal voting rights.

4.2 Board Selection Process

The Nomination Committee shall at the beginning of the first quarter of the respective calendar year publish a **Call for Nominations** to all members of CoreNet Global associated with the Central Europe Chapter.

The Nomination Committee shall meet within the first quarter of the respective calendar year to evaluate the submitted nominations and determine a slate of Chapter Board members for the succeeding term of the Chapter Board. The slate will be approved by the board and put forward to the full membership for a vote.

Hereby, the Nomination Committee shall consider the following factors during the nomination process:

- The nomination ballots properly submitted by members.

- The nominee's capability for attendance at Chapter Board meetings, chapter functions and global summits.

- The nominee's potential of contribution to the Chapter Board that furthers the Chapter's goals and objectives.

- The chapter board shall consist of at least 4 but no more than 15 members with

at least 50% end users.

- A representative level of diversity within the Chapter Board.

    - Continuity of on-going Leadership.

    - Leadership abilities.

    - Active employment in CRE field and supporting industries.

    - Reputation and personal standing of the respective nominee.

Once the Nomination Committee has selected a slate of Chapter Board members for the succeeding Chapter Board term, they shall

(i)   notify the new Chapter Board members that they have been nominated for the Chapter Board and confirm their commitment to the Chapter Board,

(ii)   send a copy of the Chapter Board Etiquette to have them sign and return, and

(iii)   have them save the date for the annual Strategic Retreat and the annual Planning Retreat as well as any other Major Chapter Function.

For Chapter Board members whose terms are expiring and will not be nominated for another term, they shall be contacted personally by the President and informed of the end of their tenure.

The new Chapter Board shall meet as soon as possible at the beginning of the second quarter of the respective calendar year for a constituting session. During this session the new Chapter Board will agree on

- the responsibilities of the nominated members to the board within the outlined Chapter Board structure;

- elect the President of the Central Europe Chapter; and

- define the main goals as well as areas for development of the new Chapter Board.

At least 2 members of the Nomination Committee shall participate at this constituting session of the new Chapter Board to ensure and confirm alignment with the nomination process. The new Chapter Board has to inform all members about the results of the nomination process and the results of the constituting session within 2 weeks.

5. <u>Roles & Responsibilities</u>

5.1 President (Chair)

The role of President for the Central Europe Chapter of CoreNet Global is for a two-year term.

The responsibilities of the President are related directly to the activities of the chapter and to be the primary interface with CoreNet Global Inc..

It is the Presidents responsibility to ensure that the members of the Chapter Board are aligned with the direction of the chapter and utilize their talents to ensure that all committees are structured and communicated to in such a way that the chapter functions at its optimum level.

The President also interfaces with the chapter administrator to allow him/her to support the chapter in the most effective way possible, by removing hurdles and making decisions in support of her efforts. Administrative duties include conducting board meetings and ensuring annual planning session is a productive tool for the chapter.

The role of the President is considered merely as a "primus inter pares" and, thus, shall both initiate and guide the activities of the Chapter and its Chapter Board but also mediate as the case may be. Furthermore, the (acting) President closely liaises with the Past President and the President-Elect (and vice versa) in order to secure a smooth transition of responsibilities and a stable chapter operation.

5.2 Past President (Past Chair)

The Past President will ensure smooth transition of operational responsibilities to the newly elected president and the new board. The term of the Past President is one year. Thereafter the term of the Past President expires automatically.

The Past President shall be specifically responsible for the following tasks:

- Handing over and thoroughly explain operational information and documents, contracts, mandates etc. to the President and the newly elected board
- Introducing the President to the CRE community, media partners, sponsors, representatives of partner organizations and key stakeholders,
- Assume specific tasks as deemed necessary and agreed within the Chapter Board
- Support specific committees, platforms, initiatives and programs

5.3 President-Elect (Chair-Elect)

The President-Elect will ensure smooth transition of operational responsibilities from the acting President. The term of the President-Elect is one year. Thereafter the term of the President-Elect expires automatically with the assumption of the position of the President.

The President-Elect shall be specifically responsible for the following tasks:

- Preparing for his role as President
- Assume specific tasks as deemed necessary and agreed within the Chapter Board
- Support specific committees, platforms, initiatives and programs

5.4 Vice President Treasury & Chapter Operations

The VP Treasury & Chapter Operations serves as one of the board members who are responsible for overall direction and coordination of chapter activities during their tenure (Vice Presidents). Secondly he/she is responsible for the development and initiation of new programs and to monitor the execution of the planned functions. The VP Treasury & Chapter Operations shall seek alignment with CoreNet Global between schedules for functions of the Chapter and all other programs developed outside of the Central Europe Chapter's region but having an impact on its chapter activities.

The main responsibility is to maintain custody and control of all the funds of the association through the following:

- Establish income and expense targets for the Chapter;
- Make disbursements as authorized by the President and the Board in accordance with the budget adopted by the Chapter;
- Keep a full and accurate account of receipts and expenditures;
- Ensure timely payment of all invoices;
- Present a financial statement at board meetings and at other times when requested by the board or other chapter officers (in close collaboration with the Chapter Administrator);
- Provide direction to the Chapter Administrator in financial activities;
- Maintain and update the Chapter's sponsoring guidelines in line with the developments of the overall economic environment.
- Maintain an overview of all chapter activities – past and future activities;
- Maintain an overview on global activities on the European continent (MCR classes, Discovery Forum)
- Seek alignment with CoreNet Global and other European Chapters on annual program planning;
- Propose to the BOD annually ideas and concepts for chapter activities for the forthcoming year(s);

- Support committees, platforms and initiatives

In addition to the recurring responsibilities above, the VP Treasury & Chapter Operations must communicate with the various committee chairs to understand the anticipated and actual income and expense of their committee activities. This information is used to develop a budget and a cash flow model for the current and future accounting period. A forward-looking responsibility of the VP Treasury & Chapter Operations will be to work with CoreNet Global to develop and implement a chapter audit procedure.

5.5 Vice President Young Leader

The VP Young Leader is responsible for the development of a Young Leader community. It is the main task of this position to provide networking possibilities within the YL community as well as other chapter members. The responsibilities are in detail:

- Development of a Mentoring-Program
- Minimum of two special events only for Young Leaders
- Support network between Young Leaders (e.g. Whatsapp Group)
- Sponsoring opportunities for YL (YL challenge to win a free participation in EMEA summit)

6. Sponsoring Guidelines

The Central Europe Chapter has identified four types of potential sponsorships, namely

- **1. Event-Partner "basic"**
  approx. 1'000 Euro – including participation of 2 non-members in respective event
- **2. Event-Partner "standard"**
  approx. 3'000 Euro – including participation of 4 non-members in respective event
- **3. Event-Partner "premium"**
  approx. 5'000 Euro – including participation of 2 non-members in all CoreNet Global Central Europe events
  4. CNG Central Europe Social-Event
  Individual cooperation agreement

  A sponsoring includes the following services:

  - All event partners have access to a renowned network of specialists and decision-makers in the real estate industry.
  - All Event Partners will be published on participation in the event they support, with their logo on the invitation to tender and at the respective event.
  - Premium Event Partners are present in the "Supporter Year" with logo and short presentation on the CNG homepage. There is also the possibility to write a joint professional article and publish it via the chapter channels.
  - Premium Event Partners are invited to the exclusive annual Supporter Dinner with representatives of the Central Europe Chapter Board.

7. <u>Chapter Functions</u>

7.1 (Major) Chapter Functions

In general, Chapter Functions are defined as any scheduled function or events that are organized, marketed, supported by the Central Europe Chapter or have any sort of involvement of the Chapter.

In contrary, Major Chapter Functions are defined as any scheduled function or events in which the Central Europe Chapter takes the lead in organizing the respective function (event, seminar, workshop,..).

A Discovery Forum, for instance, or an event organized in partnership with another organization or association, in which the Central Europe Chapter took no leadership upon organizing the event, would be considered a Chapter Function but not a Major Chapter Function (see Board Etiquette Statement).

7.2 Content and Participation

The Vice President Treasury & Chapter Operations maintains an overview

- of past, current and planned Chapter Functions (Program List)
- of registered and attending members and non-members (Participant List)

Members and Sponsors have the right to gain access to the list of participants for the respective Major Chapter Function (name and company only) as well as the presentations of the speakers (if provided).

7.3 Registration Rules

<u>Registration Rules for Major Chapter Functions</u>

The following registration rules shall apply for major Chapter Functions:

a) CoreNet Global Event Management Tool should be used for each event, final decision up to the organizer.

b) Credit card details or wire transfer details have to be part registration process.

c) Registration has to be done individually by participants.

d) Members and Sponsors will have priority over participating non-members.

e) If there is a shortage of participant slots, the organizers decide and select

the participants (in case of disagreement, final say by President).

f) Participation will be tracked (responsibility of each organizer).

g) A "No Show Fee" of 100 € will be applied to registered participants who are not attending without good cause.

Registration Rules for any other Chapter Functions

Registration for any other Chapter Functions shall follow the registration rules that are being set individually by the respective leading organizer.